

**The Companies Act 2006**

**Private Company Limited by Shares**

**Written Resolutions**

**of**

**Lenus Health Ltd (the "Company")**

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the resolutions below were passed as special resolutions (the "**Special Resolutions**") on 27 November 2020:

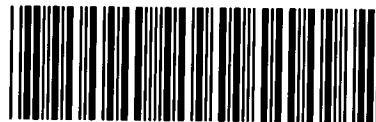
**Special Resolutions**

- 1 That, subject to resolution 2 below, the directors are generally and unconditionally authorised, for the purpose of section 551 of the Companies Act 2006 and generally, to exercise all and any powers of the Company to allot shares and to grant rights to subscribe for, or to convert any security into, shares in the Company to any person, at any time and subject to any terms and conditions as the directors think proper, up to an aggregate nominal amount of £333.60, comprising:
  - i) up to an aggregate nominal amount of £90.00 of 900 'M' Ordinary shares of £0.10 each with the rights attaching to them as set out in the articles of association of the Company;
  - ii) up to an aggregate nominal amount of £63.00 of 630 'T' Ordinary shares of £0.10 each with the rights attaching to them as set out in the articles of association of the Company; and
  - iii) up to an aggregate nominal amount of £180.60 of 1,806 'E' Ordinary shares of £0.10 each with the rights attaching to them as set out in the articles of association of the Company,

and this authority shall expire (unless previously varied as to duration or renewed by ordinary resolution of the Company) five years after the date on which this resolution is passed, except that the Company may, before such expiry, make any offer or agreement which would or might require shares to be allotted or such rights to be granted after such expiry (and the directors may allot shares or grant such rights in pursuance of such offer or agreement as if the authority conferred by this resolution had not expired).

- 2 That the directors be empowered pursuant to section 570 of the Companies Act 2006 to allot equity securities (as defined in section 560 of the Companies Act 2006) for cash pursuant to the general authority conferred on them by resolution 1 above as if section 561 of the Companies Act 2006 did not apply to any such allotment or sale. This authority shall expire, unless previously revoked or renewed by the Company, five years after the date on which this resolution is passed, except that the Company may before such expiry make any offer or agreement which would or might require equity securities to be allotted after such expiry (and the directors may allot equity securities in pursuance of such an offer or agreement as if the power conferred by this resolution had not expired).

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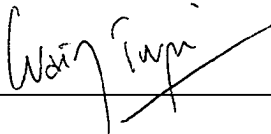
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- 3 That the articles of association annexed hereto be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association of the Company.

  
\_\_\_\_\_  
Director

27 November 2020  
\_\_\_\_\_  
Date